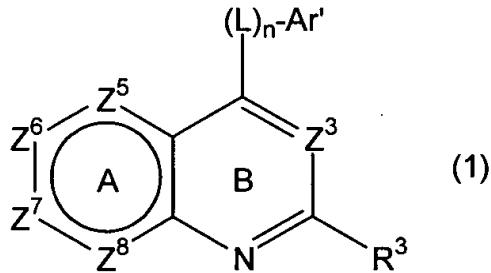


AMENDMENT

In the Claims:

Please amend claims 1 and 17 as follows:

1. (Twice Amended) A method to inhibit p38 α activity, which method comprises contacting said p38 α with a compound of the formula:



or the pharmaceutically acceptable salts thereof

wherein R³ comprises a substituted or unsubstituted aromatic moiety, wherein said aromatic moiety is a monocyclic or fused bicyclic moiety containing 5-12 ring member atoms, optionally comprising one or more heteroatoms selected from O, S and N;

wherein Z³ is N and each remaining Z is CR² or N, wherein no more than two Z positions in ring A are N, and wherein two adjacent Z positions in ring A cannot be N;

each R² is either

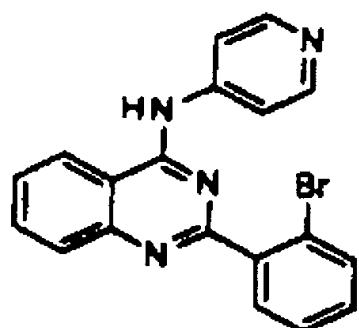
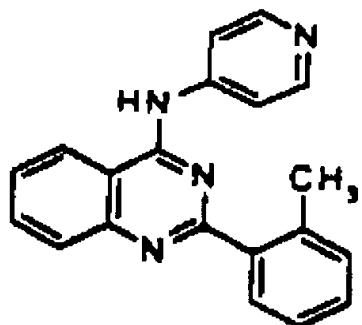
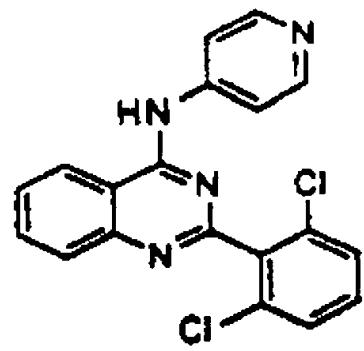
(i) independently selected from the group consisting of H, alkyl, alkenyl, alkynyl, acyl, wherein each of alkyl, alkenyl, alkynyl and acyl may optionally contain 1-2 O, S or N, aryl, and arylalkyl, each of said aryl and arylalkyl optionally containing 1 or more O, S or N and wherein in each of the foregoing other than H may be unsubstituted or substituted with 1-3 substituents selected independently from the group consisting of alkyl, alkenyl, alkynyl, aryl, alkylaryl, aroyl, N-aryl, NH-alkylaryl, NH-aroyl, halo, OR, NR₂, SR, -SOR, -SO₂R, -OCOR, -NRCOR, -NRCONR₂, -NRCOOR, -NRSOR, -NRSO₂R, -OCONR₂, RCO, -COOR, -SO₃R, -CONR₂, SO₂NR₂, CN, CF₃, and NO₂, wherein each R is independently H or alkyl (1-4C), and wherein any aryl or aroyl groups on said substituents may be further substituted by alkyl, alkenyl, alkynyl, halo, OR, NR₂, SR, -SOR, -SO₂R, -OCOR, -NRCOR, -NRCONR₂, -NRCOOR, -NRSOR, -NRSO₂R, -OCONR₂, RCO, -COOR, -SO₃R, -CONR₂, SO₂NR₂, CN, CF₃, and NO₂, wherein each R is independently H or alkyl (1-4C), or

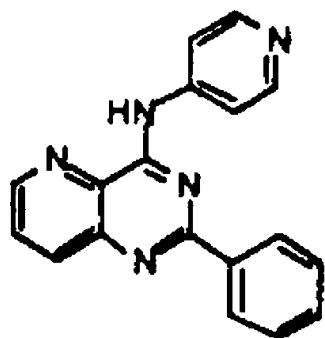
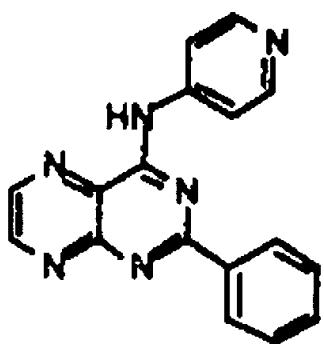
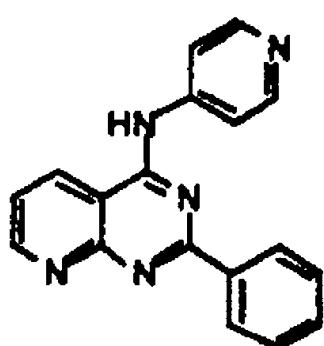
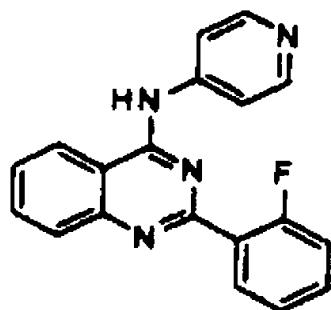
(ii) independently selected from the group consisting of halo, OR, NR₂, SR, -SOR, -SO₂R, -OCOR, -NRCOR, -NRCONR₂, -NRCOOR, NRSOR, NRSO₂R, -OCONR₂, RCO, -COOR, -SO₃R, NRSOR, NRSO₂R, -CONR₂, SO₂NR₂, CN, CF₃, and NO₂, wherein each R is independently H or alkyl (1-4C);

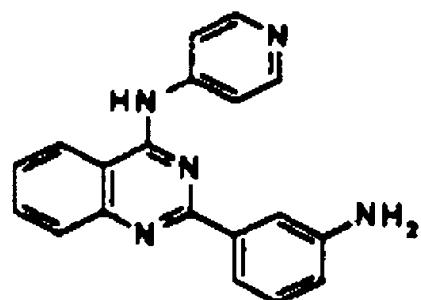
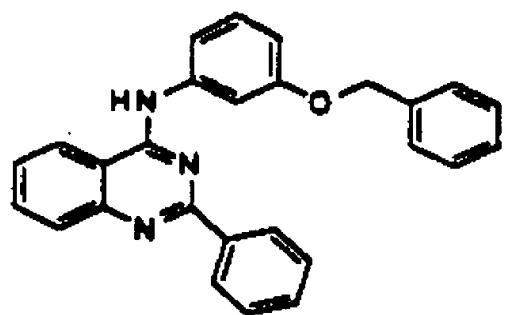
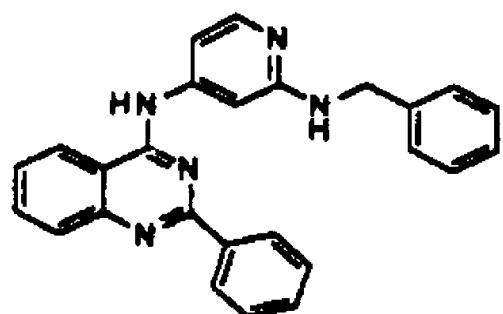
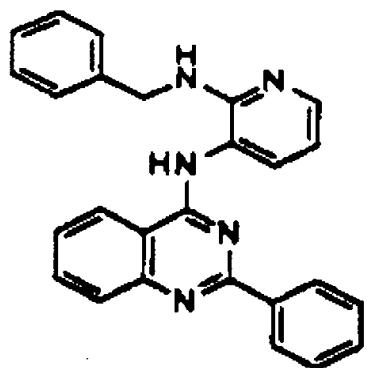
wherein L is a divalent moiety that provides a distance of 2-8Å between ring B and Ar';
n is 0 or 1; and

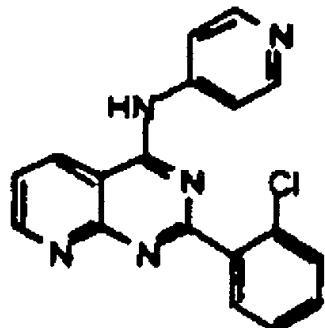
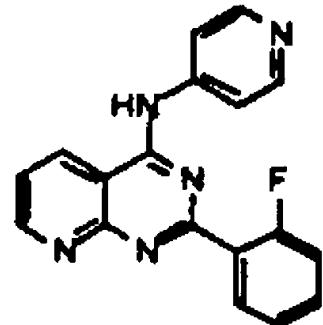
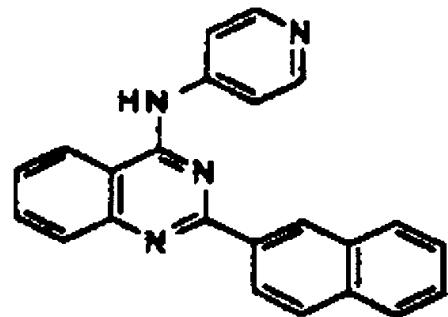
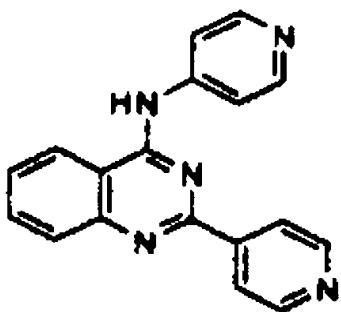
Ar' is a cyclic hydrocarbyl aliphatic, cyclic hydrocarbyl aliphatic containing one or more heteroatoms or a monocyclic or polycyclic aromatic moiety any of the foregoing optionally substituted with 1-3 substituents, wherein two of said substituents may form a 5-7 member cyclic optionally heterocyclic aliphatic ring and wherein Ar' and any said substituents thereon forming a cyclic aliphatic ring, may optionally contain one or more ring atoms selected from O, S and N, wherein said compound inhibits p38 α activity.

17. (Amended) The method of claim 1 wherein the compound of formula (1) is selected from the group consisting of the following compounds:

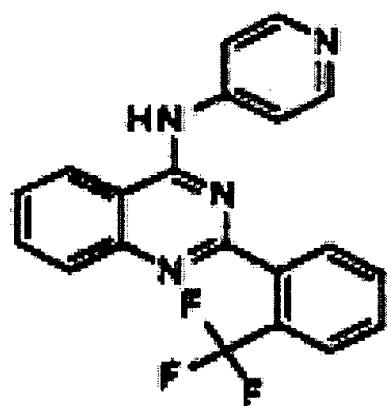
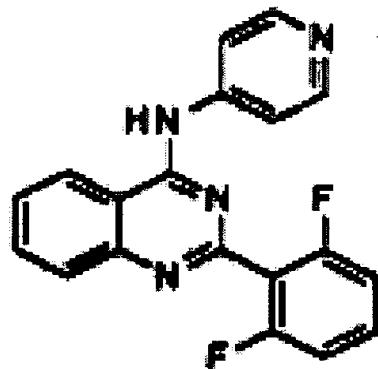




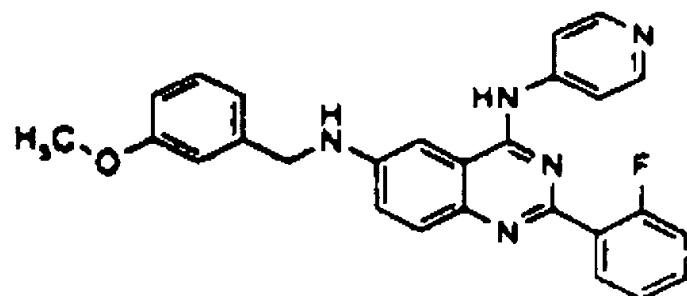
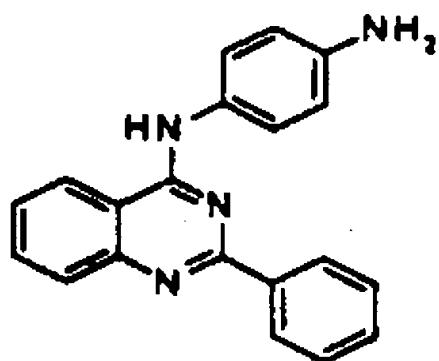
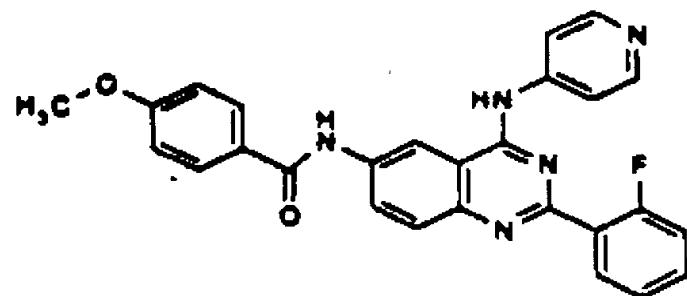
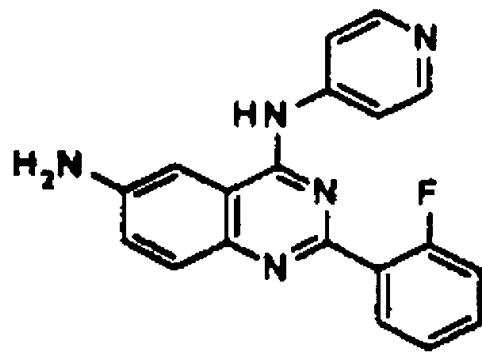




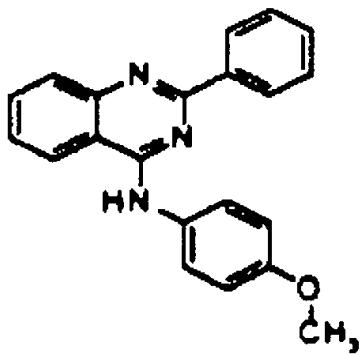
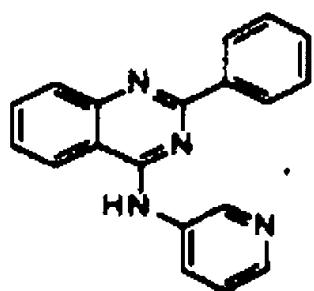
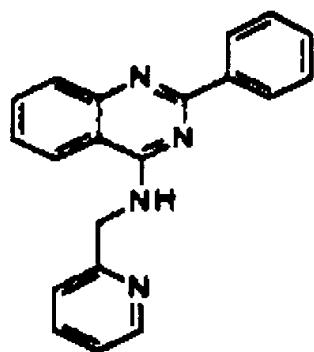
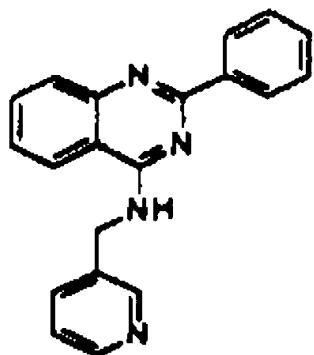
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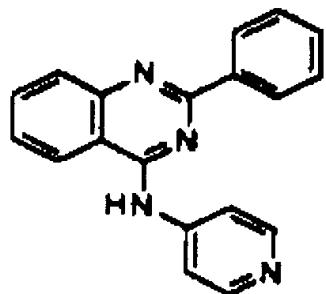
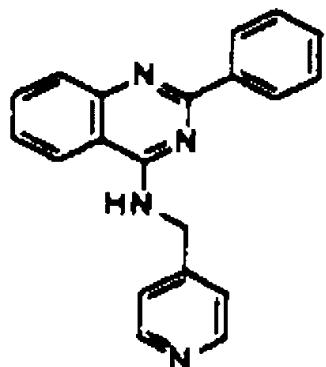
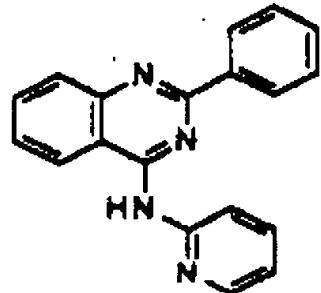
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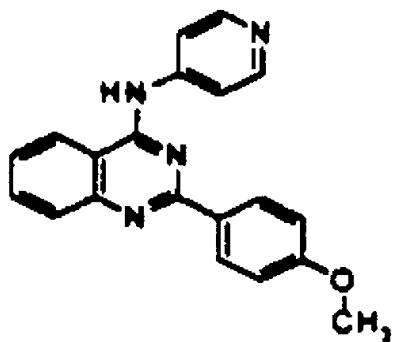
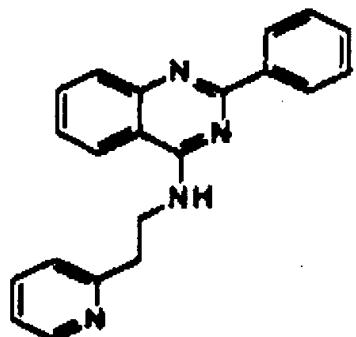
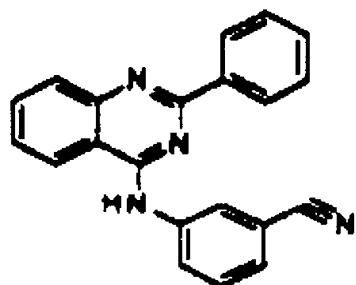
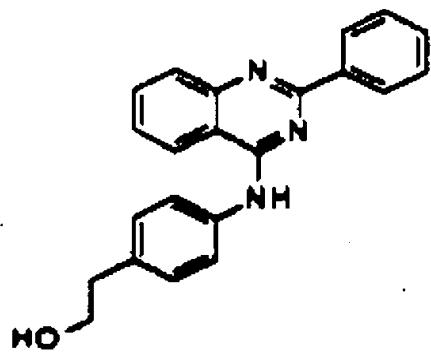
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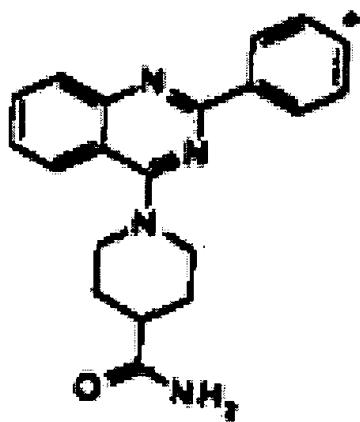
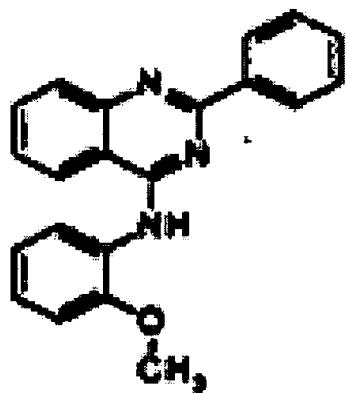
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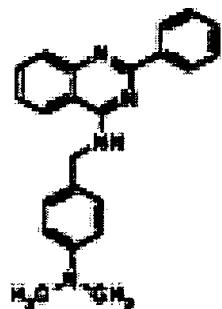
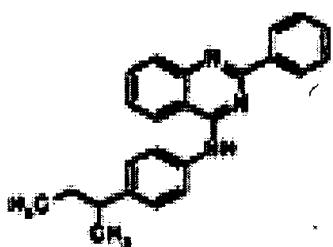
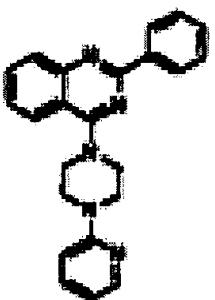
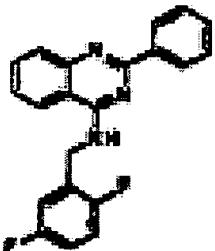
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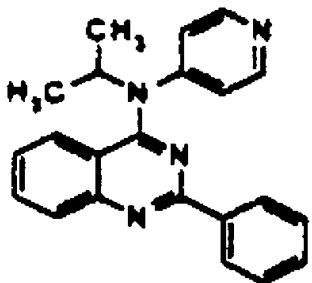
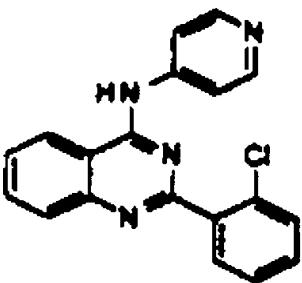
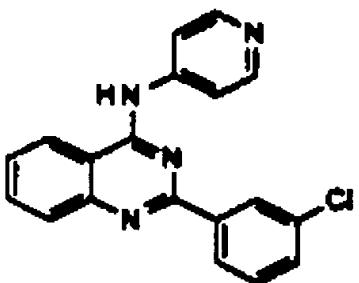
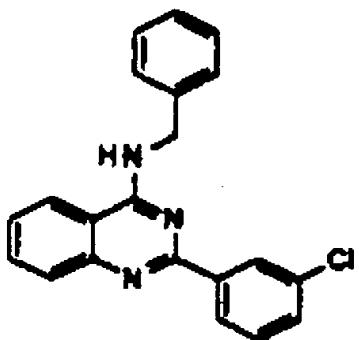
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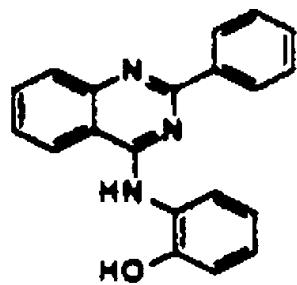
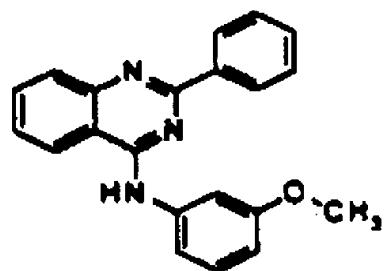
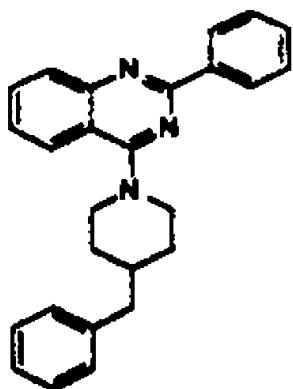
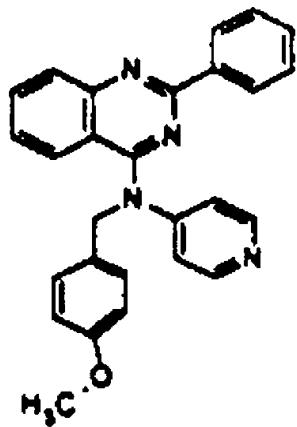
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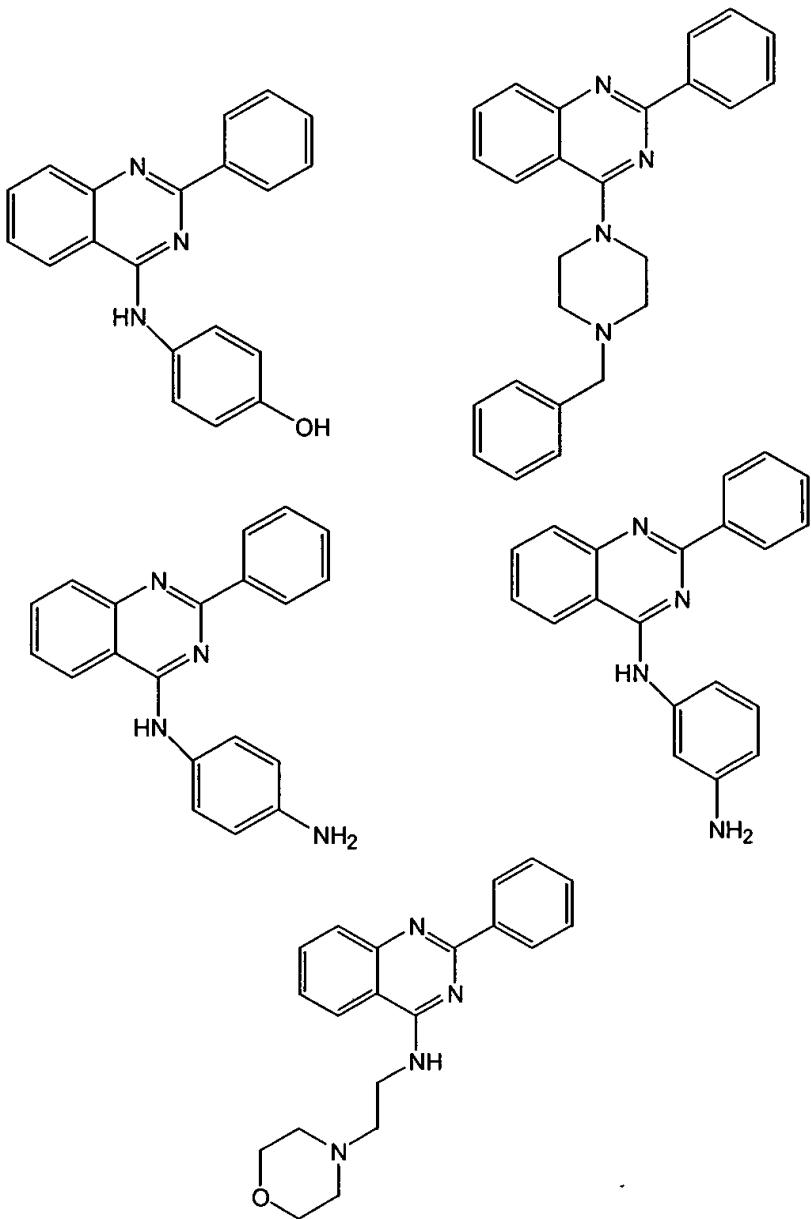
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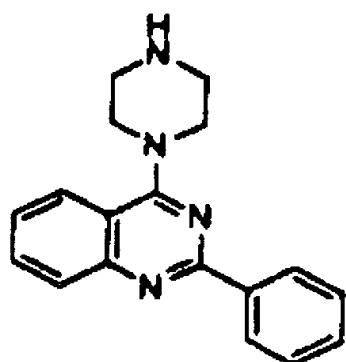
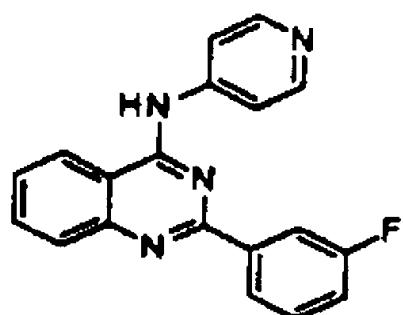
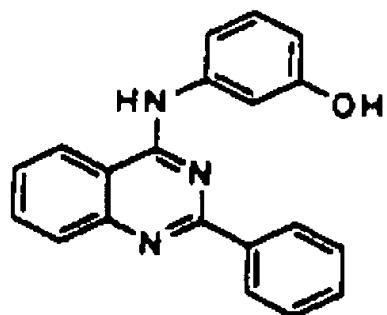
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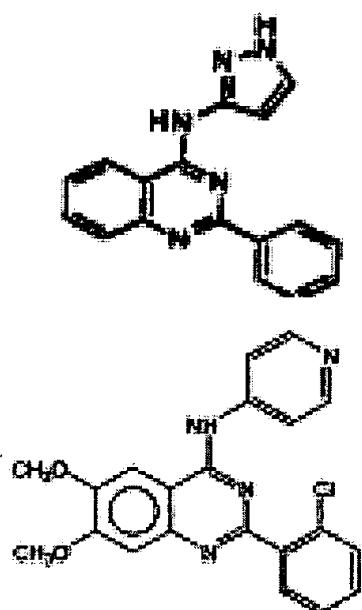
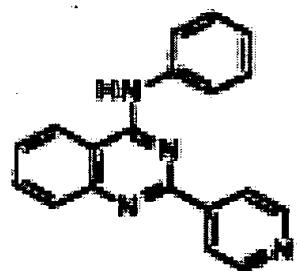
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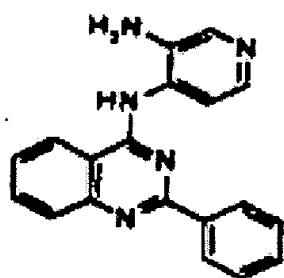
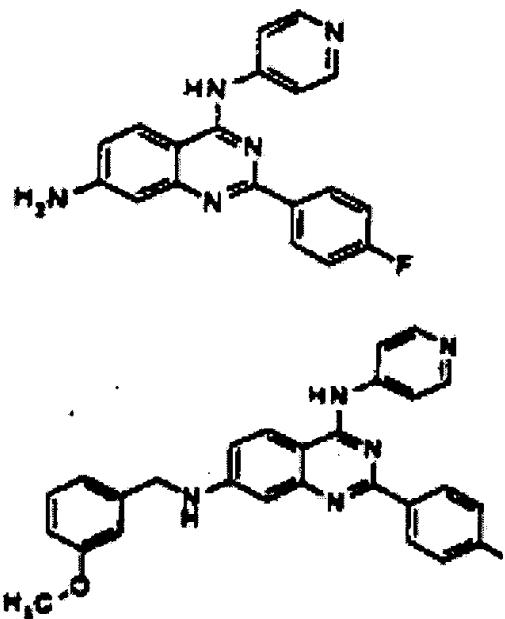
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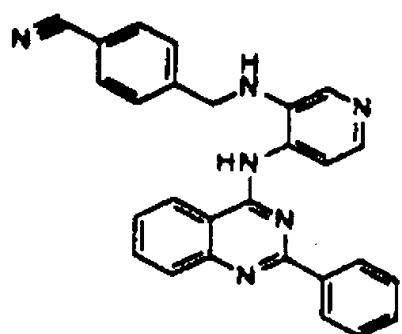
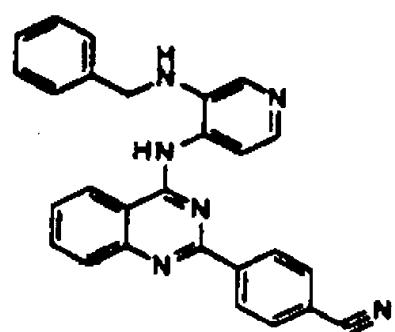
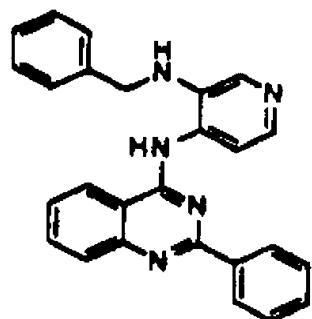
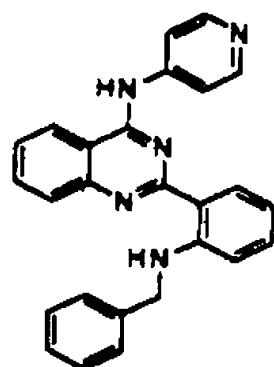
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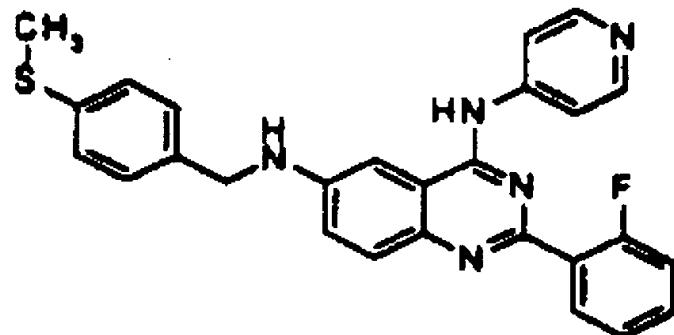
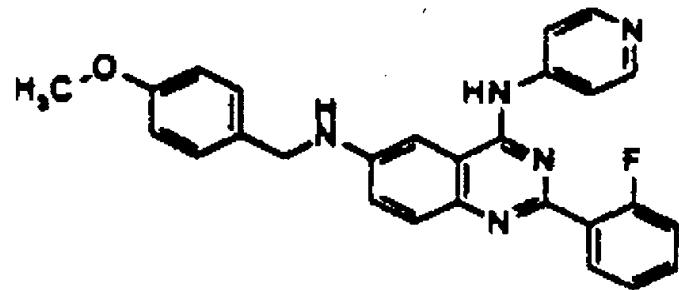
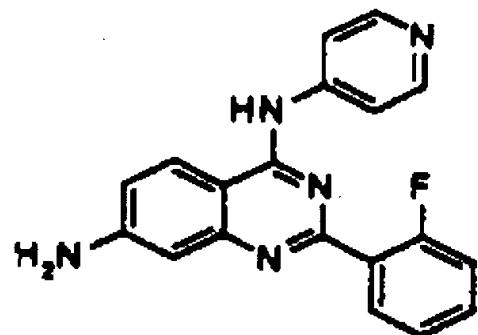
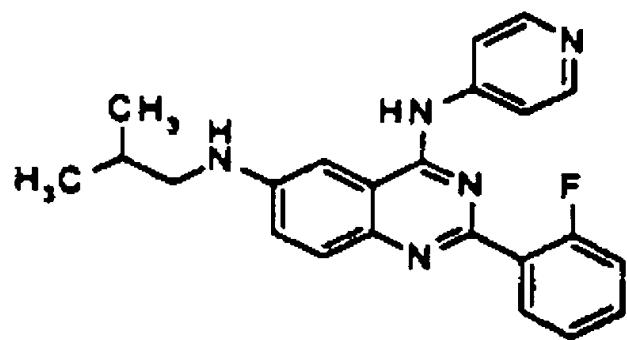
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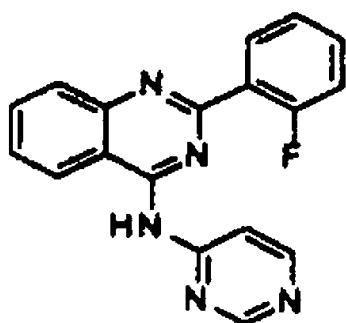
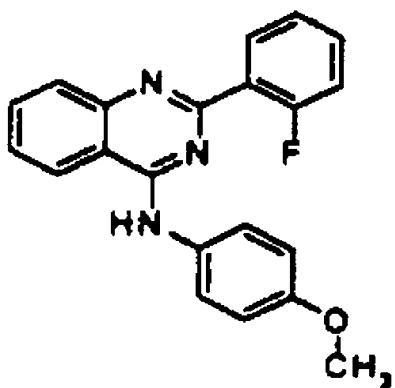
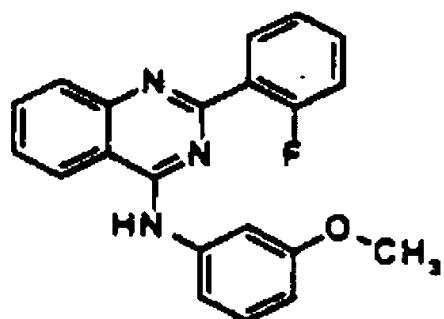
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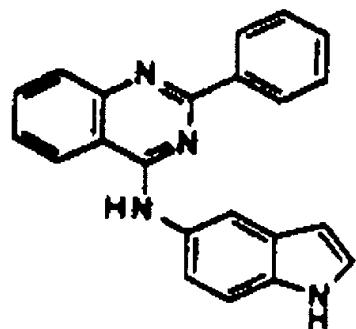
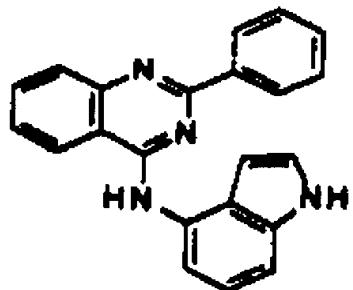
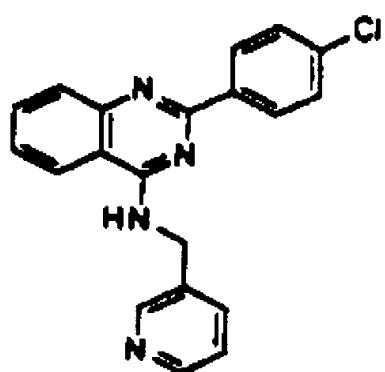
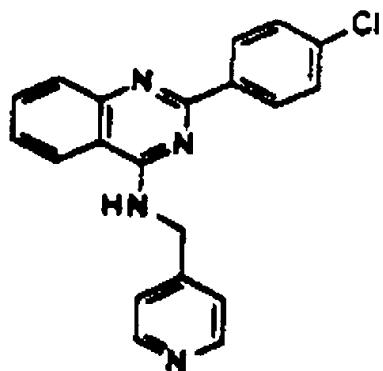
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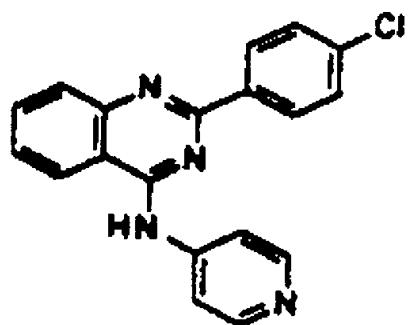
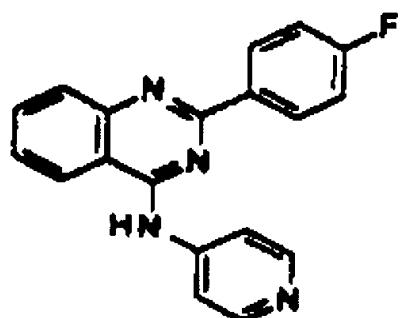
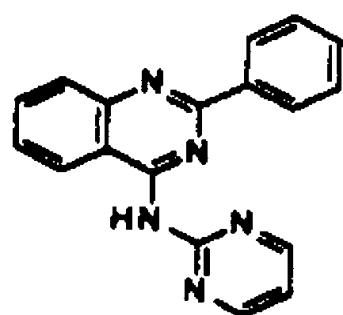
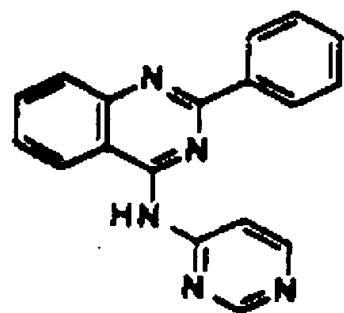
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B2



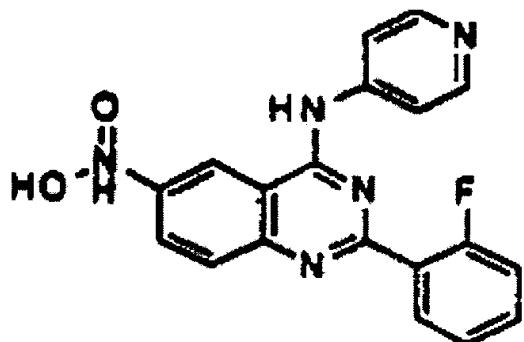
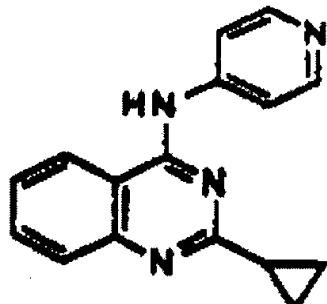
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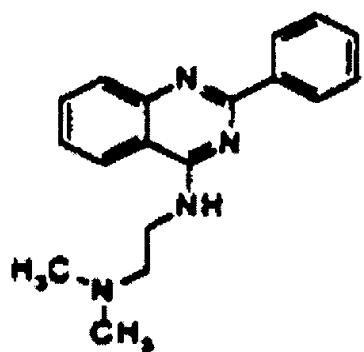


Please add the following claim:

34. (New) A method to inhibit p38 α activity, which method comprises contacting said p38 α with a compound selected from the group consisting of

B2





, and

